UNITED STATES DISTRICT COURT DISTRICT OF MASSACHUSETTS

MATERIALS SYSTEMS, INC.,

Plaintiff,

Civil Action No. 05-11115 DPW

v.

MEASUREMENT SPECIALTIES, INC.,

Defendant.

DEFENDANT'S CORPORATE DISCLOSURE STATEMENT

Pursuant to Rule 7.3 of the Federal Rule's of Civil Procedure, Defendant Measurement Specialties, Inc. hereby notifies the Court that it has no parent corporation and that no publicly-held corporation owns 10% or more of its stock.

Respectfully submitted,

MEASUREMENT SPECIALTIES, INC., By its attorneys,

/s/ Daniel J. Kelly

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CERTIFICATE OF SERVICE

I hereby certify that a true copy of *Defendant's Corporate Disclosure Statement* was served on the following attorney of record as follows:

Via electronic notification:

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December 19, 2005